

Subject: WSFM

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CC: Karen Dial <KDial@hbdrollinger.com>

Good Evening WSFM Team,

It seems we are once again working through some issues, which hopefully we can resolve to everyone's satisfaction as we move forward to create a wonderful Westchester Town Center event.

501C3 - Karen Dial, Don Duckworth and I all believe that the most appropriate organizational vehicle for WSFM is a 501C3. At this time, this is not something we can see clear to compromise on. Some of our reasoning follows:

- It is very important that we (BID Board), as stewards of taxpayer assessment funds, keep a very transparent and accountable record of monies used to produce a marketing event within the land boundaries of the BID. Since we have agreed to pay no less than \$20K to get this event off the ground, and we will be waiting in the wings to offer assistance until it becomes self-sufficient (and hopefully profitable) we need to stay in a strong position within a small organizational order. This is why WESM as a 501C3, operated by Cynthia and supported by a Board of Les (WVC), Don (BID) and Karen Dial (WVC/BID) seems smart, simple and highly effective.
- As a 501C3, this Farmer's Market will be able to solicit and accept donations from Organizations and Foundations that would not be able to donate to a 501C4 (WVC) or a 501C6 (BID).

If there is something "wrong" with forming an independent 501C3 from your perspective, please outline it in writing so we can review those concerns.

We do understand that WVC is sensitive to the branding and credit due for all of the sweat equity, heart and soul that they intend to contribute. We realize that this community event will hopefully help revitalize your organization and boost/supplement your Wednesday Market. It is important to us that we be listed as a strong supporter of your WSFM and that the community knows that the BID is involved, but we want WVC to be known as the backbone of both of Westchester's Farmer's Markets .

Karen strongly feels that this event in the BID Boundaries should be a joint effort and she is willing to donate \$800 (or whatever the cost is) to WSFM (once they create the 501C3) to reimburse the expense of creating the organization. Hopefully this will serve to confirm Drollinger Family Charitable Foundation's support and appreciation to WVC all for the heart, soul and strong sense of community they have shown in the formation of this new Farmers Market.

Last, but not least, we share Les' dream of making our Council Office corner a true representation of this community. One step at a time.

I hope this helps clarify our goals and fiduciary responsibilities and we understand and uphold them.

Miki Payne
On Behalf of Karen Dial

Miki Payne
Operations Manager

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